

CHAPMAN AND CUTLER LLP

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June 30, 2006

RECORDATION NO. 26433 FILED

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

JUN 30 '06 12-19 PM

SURFACE TRANSPORTATION BOARD

Re: Holcim (US) Inc.
Lease Financing of Railroad Equipment
(RBSAF/Holcim Trust 2006A LLT)

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Memorandum of Lease Agreement (RBSAF/Holcim Trust 2006A LLT), dated as of June 30, 2006, between RBSAF/Holcim Trust 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity but solely as lessor (the "Lessor"), and Holcim (US) Inc., as lessee (the "Lessee"), a primary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are as follows:

Lessee: Holcim (US) Inc.
201 Jones Road
Waltham, Massachusetts 02451

Lessor: RBSAF/Holcim Trust 2006A LLT
c/o Wells Fargo Bank, N.A.
213 Court Street, Suite 703
Middletown, Connecticut 06457
Attention: Corporate Trust Services
(RBSAF/Holcim Trust 2006A LLT)

Law Offices of
CHAPMAN AND CUTLER LLP

The equipment covered as of the date hereof by the aforesaid Memorandum of Lease Agreement consists of 50 Covered Hopper Railcar, 3281 cf, 286 GRL, bearing the reporting marks GNAX 8102, 8104, 8135, 8136, 8142, 8143, 8145, 8146, 8149 through 8155, inclusive, 8157 through 8162, inclusive, 8166 through 8174, inclusive, 8176 through 8180, inclusive, 8183, 8186, 8187, 8189, 8191, 8192, 8215 through 8218, inclusive, 8220, 8223, 8226, 8233 and 8236, inclusive, all as specifically described in Exhibit A attached hereto.

A short summary of the document to appear in the index follows:

Memorandum of Lease Agreement (RBSAF/Holcim Trust 2006A LLT).

A fee of thirty-three dollars (\$33.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (312-845-2965).

Sincerely,

CHAPMAN AND CUTLER LLP

By Willie F. Lewis, Jr. (meg)
Willie F. Lewis, Jr.

WFL/meg
Enclosures

Law Offices of
CHAPMAN AND CUTLER LLP

EXHIBIT A

EQUIPMENT	QUANTITY	ROAD NUMBERS
Covered Hopper Railcar, 3281 cf, 286 GRL	50	GNAX 8102, 8104, 8135, 8136, 8142, 8143, 8145, 8146, 8149, 8150, 8151, 8152, 8153, 8154, 8155, 8157, 8158, 8159, 8160, 8161, 8162, 8166, 8167, 8168, 8169, 8170, 8171, 8172, 8173, 8174, 8176, 8177, 8178, 8179, 8180, 8183, 8186, 8187, 8189, 8191, 8192, 8215, 8216, 8217, 8218, 8220, 8223, 8226, 8233, 8236.

JUN 30 '06

12-19 PM

**MEMORANDUM OF LEASE AGREEMENT
(RBSAF/HOLCIM TRUST 2006A LLT)**

SURFACE TRANSPORTATION BOARD

Memorandum of Lease Agreement, made and entered into as of June 30, 2006, by and between RBSAF/Holcim Trust 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity, but solely as Owner Trustee of RBSAF/Holcim Trust 2006A LLT, as Lessor ("*Lessor*"), and Holcim (US) Inc., a Delaware corporation, as Lessee ("*Lessee*").

WITNESSETH:

The undersigned have entered into that certain Equipment Lease Agreement (RBSAF/Holcim Trust 2006A LLT), dated as of June 1, 2006 (the "*Lease Agreement*"), whereby Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto, effective as of the date first set forth hereinabove and subject to the term defined in said Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/HOLCIM TRUST 2006A LLT, acting
through Wells Fargo Bank, N.A., not in its
individual capacity, but solely as Owner
Trustee of RBSAF/Holcim Trust 2006A LLT

By

Name: Robert L. Reynolds

Title: Vice President

Executed on this 28th day of June, 2006.

HOLCIM (US) INC.

By

Name:

Title:

Executed on this ____ day of June, 2006.

**MEMORANDUM OF LEASE AGREEMENT
(RBSAF/HOLCIM TRUST 2006A LLT)**

Memorandum of Lease Agreement, made and entered into as of June 30, 2006, by and between RBSAF/Holcim Trust 2006A LLT, acting through Wells Fargo Bank, N.A., not in its individual capacity, but solely as Owner Trustee of RBSAF/Holcim Trust 2006A LLT, as Lessor ("*Lessor*"), and Holcim (US) Inc., a Delaware corporation, as Lessee ("*Lessee*").

WITNESSETH:

The undersigned have entered into that certain Equipment Lease Agreement (RBSAF/Holcim Trust 2006A LLT), dated as of June 1, 2006 (the "*Lease Agreement*"), whereby Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor certain railroad equipment bearing reporting marks as listed on Exhibit A attached hereto, effective as of the date first set forth hereinabove and subject to the term defined in said Lease Agreement.

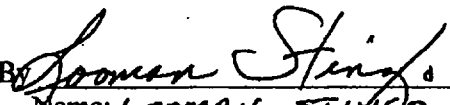
IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written.

RBSAF/HOLCIM TRUST 2006A LLT, acting
through Wells Fargo Bank, N.A., not in its
individual capacity, but solely as Owner
Trustee of RBSAF/Holcim Trust 2006A LLT

By _____
Name:
Title:

Executed on this ____ day of June, 2006.

HOLCIM (US) INC.

By 
Name: LOOMAN STINGO
Title: SR VP LOGISTICS

Executed on this 28 day of June, 2006.

STATE OF Connecticut)

) SS.:

COUNTY OF MIDDLESEX)

On this, the 28th day of June, 2006, before me, a Notary Public in and for said County and State, personally appeared Robert L. Reynolds, who being by me duly sworn, says that (s)he is the Vice President of RBSAF/HOLCIM TRUST 2006A LLT, that said instrument was signed on June 28, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

William Kotkosky
Name: William Kotkosky
Notary Public
My Commission Expires: Feb. 28, 2007
Residing in Connecticut

(SEAL)

STATE OF _____)

) SS.:

COUNTY OF _____)

On this, the _____ day of June, 2006, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of HOLCIM (US) INC., that said instrument was signed on June __, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name: _____
Notary Public
My Commission Expires: _____
Residing in _____

(SEAL)

STATE OF _____)
) SS.:
COUNTY OF _____)

On this, the _____ day of June, 2006, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of RBSAF/HOLCIM TRUST 2006A LLT, that said instrument was signed on June __, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Name:
Notary Public
My Commission Expires:
Residing in _____

(SEAL)

STATE OF MICHIGAN)
) SS.:
COUNTY OF MONROE)

On this, the 28th day of June, 2006, before me, a Notary Public in and for said County and State, personally appeared Lorman String, who being by me duly sworn, says that (s)he is the SRVP Logistics of HOLCIM (US) INC., that said instrument was signed on June 28, 2006 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Anita Leiter

Name:
Notary Public
My Commission Expires: 5-9-2012
Residing in Monroe County, MI

ANITA LOUISE LEITER
Notary Public, State of Michigan
County of Monroe
My Commission Expires May 9, 2012
Acting in the County of Monroe

EXHIBIT A

EQUIPMENT	QUANTITY	ROAD NUMBERS
Covered Hopper Railcar, 3281 cf, 286 GRL	50	GNAX 8102, 8104, 8135, 8136, 8142, 8143, 8145, 8146, 8149, 8150, 8151, 8152, 8153, 8154, 8155, 8157, 8158, 8159, 8160, 8161, 8162, 8166, 8167, 8168, 8169, 8170, 8171, 8172, 8173, 8174, 8176, 8177, 8178, 8179, 8180, 8183, 8186, 8187, 8189, 8191, 8192, 8215, 8216, 8217, 8218, 8220, 8223, 8226, 8233, 8236.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/30/06



Robert W. Alvord